



Charles D. Baker, Governor  
Karyn E. Polito, Lieutenant Governor  
Stephanie Pollack, MassDOT Secretary & CEO



## MINUTES

### **Meeting of the MassDOT Board of Directors and Joint Meeting of the MassDOT Board of Directors and the Fiscal and Management Control Board**

**September 16, 2019**

At the call of Chair Stephanie Pollack, a meeting of the MassDOT Board of Directors (Board) was called to order at 11:15 a.m. at the State Transportation Building, Transportation Board Room, 10 Park Plaza, Boston, Massachusetts.

Those present were Chair Stephanie Pollack, Directors Betsy Taylor, Tim King, Joseph Sullivan, Kathleen Murtagh, Monica Tibbits-Nutt, Robert Moylan, Chrystal Kornegay (arrived at 1:08 p.m.), Dean Mazarella (arrived at 11:34 a.m.) and Director Shortsleeve (arrived at 12:01p.m.) being a quorum of the Board of Directors of the Massachusetts Department of Transportation.

Also present were Highway Administrator Jonathan Gulliver, Owen Kane, Marie Breen, Michelle Kalowski, Nathan Peyton, Rail and Transit Administrator Astrid Glynn, Chief Financial Officer David Pottier, Acting Registrar of Motor Vehicles Jamey Tesler, Fiscal and Management Control Board Chair Joseph Aiello (arrived at 12:40 p.m.), Mike O'Dowd, Jeff Smith, and Director Brian Lang (arrived at 1:08 p.m.)

Chair Pollack opened the public comment period.

The first speaker, Richard Prone, MBTA Advisory Board representative from Duxbury commented on the South Shore commuter rail fall schedule.

Next, Carl Seglem from Brighton commented on the Silver Line Emergency Access Ramp, commuter rail schedule and dedicated bus lanes.

Next, Marilyn McNab commented on wheel chair accessible RIDE vans.

Next, Staci Rubin from the Consumer Law Foundation commented on the Allston Multi-Modal Project and associated Charles River environmental impacts and mitigation.

Next, Jarred Johnson from Transit Matters commented on the Allston Multi-Modal Project mitigation efforts and other transit options.

Lastly, John Walkey from Green Roots commented on the Red/Blue Line Connector, traffic congestion on the North Shore and questioned the status of the Chelsea Creek real estate project discussed at a prior Board meeting.

The public comment period closed at 11:34 a.m.

Next, was the approval of the minutes of July 22, 2019.

On motion duly made and seconded, it was;

**VOTED: to approve the minutes of July 22, 2019.**

Next, Secretary Pollack provided her report updating the Board on recent activities of and topics of interest to MassDOT, such as: the 2019 Congestion Report, the Transportation Bond Bill, capital investments of the Highway Division, the Municipal Small Bridge Program in Charlton, the Complete Streets Funding Program, capital investments at the MBTA, the Transportation & Climate Initiative (TCI), the Tower One \$41 million grant, Chelsea Street Bridge applications with the United States Coast Guard and FHWA, an overview of the upcoming refunding transaction, the Workforce Transportation Program, the MHS Master Trust Agreement and Airport Improvement Program Grants, as set forth in the attached document labeled, "Secretary's Report to the MassDOT Board, September 16, 2019."

Next, Chair Pollack called upon Jonathan Gulliver, Highway Administrator to present Agenda Item 3, the report of the Highway Administrator. Mr. Gulliver provided the Board with updates on Complete Streets Grant Awards Round 7, bike and pedestrian Improvements at river crossings, the permanent closure of Clarendon Street to I-90 westbound and upcoming construction at Kelley Square in Worcester, as set forth in the attached document labeled, "Highway Administrator's Report, September 16, 2019." Discussion ensued.

Next, Chair Pollack called upon Rail and Transit Administrator Astrid Glynn to present Agenda Item 5, the Report from the Rail and Transit Administrator. Ms. Glynn provided an overview of the Regional Transit Authority's new workforce grants and discussed the new Valley Flyer pilot which went into service on August 30. Ms. Glynn concluded with Industrial Rail Access Program (IRAP) application updates, as set forth in the attached document labeled, "Rail and Transit Division Update, September 16, 2019." Discussion ensued.

Prior to Agenda Item 4, the Report from the Acting Registrar of Motor Vehicles, Chair Pollack prefaced Mr. Tesler's report with an update on the activities at the Registry of Motor Vehicles. Chair Pollack discussed the four reviews currently underway, namely, the internal review by the Acting Registrar and his staff, the independent Grant Thornton audit, the increased pro-activeness of the MassDOT Finance and Audit Committee and the Board of Directors and the continued collaboration with and review by the Joint Committee on Transportation. Chair Pollack assured the Board that the shortcomings at the Registry were being identified and will be corrected.

The deadline for the final Grant Thornton audit was extended and the final report should be out in a few weeks.

Mr. Tesler updated the Board on the rollout of the Phase 2 of the ATLAS “Go Live” project on November 12 that will replace the RMV’s Automated License and Registration System-24/7 transaction based system ALARS. Phase 1 was completed on March 26, 2018 for driver/ID services. Phase 2 effects vehicle registration, title, municipalities, insurance policy management program and the merit rating board.

Mr. Tesler continued discussing new organization and personnel reforms and the status of the state-to-state communications review. He concluded his presentation with service and customer updates for August, as set forth in the attached document labeled, “RMV Update, September 16, 2019.” Discussion ensued.

Next, Finance and Audit Committee Chair Betsy Taylor recapped highlights from the last meeting of the Committee on September 11, 2019, at which time Jimmy Pappas, a Partner from Grant Thornton shared their findings to date.

Chair Pollack noted that Agenda Item 6 was a written submittal and included in their Board materials, as set forth in the attached document labeled, “Board Report: Aeronautics Program Updates, Airport Pavement Management System Update & Unmanned Aircraft Systems (UAS), September 16, 2019.”

Next, Chair Pollack called on MassDOT Project Manager Mike O'Dowd to present Agenda Item 7, the Danvers Bridge Contract. Mr. O'Dowd discussed the contract that would address the immediate need to replace the structurally deficient bridge as well as reducing ongoing maintenance costs for the District on the bridge. Mr. O'Dowd noted the project would also improve traffic weaving conditions between Interchanges 24 and 25 through the addition of auxiliary lanes and the construction of a noise barrier, as set forth in the attached document labeled, "MassDOT Highway Construction Contract: 107617 Bridge Replacement Br. No. D-03-018 (Next D Beams) Route 128 (Yankee Division Highway) over the Waters River and Related Work (Noise Barriers), September 16, 2019." Discussion ensued.

Chair Moylan, Chair of the Capital Programs Committee recommended the Board move forward with this action.

**VOTED:**

**That the Secretary/CEO and/or Administrator for the Highway Division, be and hereby is, authorized to award and execute, in the name and on behalf of the Department, and in a form approved by General Counsel, a certain Highway Division Contract No.107617 Danvers-Peabody Bridge Replacement Br. No. D-03-018 (NEXT D Beams) Route 128 (Yankee Division Highway) over the Waters River and Related Work (Noise Barriers), with DW White Construction in the amount of \$21,549,327.83, said contractor being the lowest responsible and eligible bidder in response to requests for sealed proposals.**

Next, Chair Pollack discussed Agenda Item 8, a contract for Boston Harbor Deep Draft Improvements. The Chair noted this was a request to extend the contract and increase the funding to the Massachusetts Port Authority of the local/state share of the U.S. Army Corps of engineers' capital infrastructure in Boston Harbor, called the Boston Harbor Deep Draft Improvements Project/Boston Harbor. The Chair was seeking approval of the agreement for \$40,000,000 in order for MassDOT to provide the MassDOT/Commonwealth support, as set forth in the attached staff summary labeled, "Boston Harbor Dredging Contract/Conley Terminal Improvements # 97690."

**VOTED:**

**That the Board of Directors hereby authorizes the Secretary/CEO to execute in the name of and on behalf of the Massachusetts Department of Transportation (MassDOT), and in a form approved by the General Counsel, an amendment to a certain agreement with the Massachusetts Port Authority (Massport) to fund the state/local share of the U.S. Army Corps of Engineers' capital infrastructure project in Boston Harbor called the Boston Harbor Deep Draft Improvements Project (the "Project"); and**

**FURTHER VOTED:**

**That the Board of Directors authorizes the transfer of \$40,000,000.00 to the Project to be funded as part of the FY'20 State Bond Cap approved by the Department of Administration and Finance for the Department in order to provide Massport with adequate funding for the Project.**

Next Chair Pollack called on Chief Financial Officer David Pottier to present Agenda Item 9, the MHS Refunding Update. Mr. Pottier reviewed the terms of the transaction and noted the issuance of the MHS Bonds to refund the 2010 Bonds gave the Department the ability to significantly lower its cost of fixed-rate debt and achieve present value savings, in accordance with the Department's Debt Issuance and Management Policy. Mr. Pottier said the one-time cost to issue the MHS Bonds was estimated at \$3,000,000 which results in an estimated savings of \$10,000,000 annually compared to the debt service on the 2010 Bonds. Mr. Pottier noted the annual savings will be recognized through 2037 and are estimated to produce \$161.5 million on a net present value basis, as set forth in the attached document labeled, "Transaction Overview of the Metropolitan Highway System Fixed-Rate Refunding Bonds and Summary of Proposed Master Trust Agreement Amendments, September 16, 2019." Discussion ensued.

**VOTED:**

#### **ISSUANCE RESOLUTION**

**WHEREAS, the Massachusetts Department of Transportation (the "Department") has determined that it is necessary and desirable at this time to issue MHS Bonds (hereinafter defined) under Chapter 6C of the Massachusetts General Laws, as amended (the "Act") for the purpose of refinancing bonds previously issued by the Department in 2010 that refinanced bonds issued by the Massachusetts Turnpike Authority, as predecessor to the Department, pursuant to Chapter 81A of the Massachusetts General Laws;**



**NOW, THEREFORE, BE IT RESOLVED** by the members of the Board of the Department, pursuant to the Act, as follows:

Section 1. The Department hereby approves and adopts the (i) Thirteenth Supplemental Metropolitan Highway System Trust Agreement by and between the Department and The Bank of New York Mellon, as trustee (the “Thirteenth Supplemental Trust Agreement”), including the Amended and Restated Metropolitan Highway System Trust Agreement by and between the Department and The Bank of New York Mellon, as Trustee (the “Amended and Restated Trust Agreement”) attached thereto and (ii) Fourteenth Supplemental Metropolitan Highway System Trust Agreement by and between the Department and The Bank of New York Mellon, as trustee (the “Fourteenth Supplemental Trust Agreement”), each in substantially the form presented to this meeting with such changes as may be deemed necessary or desirable by the Chairperson or the Chief Financial Officer of the Department or any other officer or employee of the Department designated by the Chairperson or the Chief Financial Officer (each, an “Authorized Officer”), acting singly, the definitive form of which each of the Thirteenth Supplemental Agreement, the Amended and Restated Trust Agreement and the Fourteenth Supplemental Agreement to be evidenced conclusively by execution thereof by an Authorized Officer and attestation by the General Counsel of the Department.

Section 2. Bonds designated (i) “Metropolitan Highway System Revenue Refunding Bonds (Senior), 2019 Series A” (the “2019A Bonds”) and (ii) “Metropolitan Highway System Revenue Refunding Bonds (Senior), 2019 Series B (Federally Taxable) (the “2019B Bonds” and together with the 2019A Bonds, the “MHS Senior Bonds”), are hereby authorized to be issued by the Department pursuant to the Thirteenth Supplemental Trust Agreement. Bonds designated “Metropolitan Highway System Revenue Refunding Bonds (Subordinated), Commonwealth Contract Assistance Secured, 2019 Series C” (the “2019C Bonds,” or the “MHS Subordinated Bonds,” and together with the MHS Senior Bonds, the “MHS Bonds”) are hereby authorized to be issued by the Department pursuant to the Fourteenth Supplemental Trust Agreement. Each Authorized Officer, acting singly, is authorized to approve the specific terms of the MHS Bonds, including without limitation the aggregate principal amount of the MHS Bonds which shall not exceed \$840,000,000 with respect to the MHS Senior Bonds and \$250,000,000 with respect to the MHS Subordinated Bonds; the number of series of MHS Bonds, the designations thereof, maturities; the rate or rates of interest per annum or methods of determining the rate or rates of interest; redemption provisions including premiums, if any; optional and mandatory tender provisions, if any, method, place,

frequency, and medium of payment of principal and interest; denominations; form of issuance, whether certificated or book-entry; designations concerning priority of lien on pledged revenues; credit enhancement features; the application of proceeds thereof and other available funds of the Department; and any other terms of the MHS Bonds. As provided in the Act, the issuance and sale of the MHS Bonds shall be subject to the approval of the Secretary of Administration and Finance. The forms of the bonds, in substantially the form contained in each of the Thirteenth Supplemental Trust Agreement and the Fourteenth Supplemental Trust Agreement, are hereby approved with such changes as may be deemed necessary or desirable by any Authorized Officer, the definitive forms of which MHS Bonds shall be evidenced conclusively by the execution thereof by the manual or facsimile signature of the Chairperson and Treasurer of the Department and shall bear the official seal of the Department or a facsimile thereof, attested to by the signature of a duly appointed officer of the Department, as provided in the Act.

Section 3. The MHS Senior Bonds are hereby authorized to be issued from time to time in one or more series pursuant to one or more supplemental trust agreements in form substantially similar to the Thirteenth Supplemental Trust Agreement, with such changes in each case as may be deemed necessary or desirable by any Authorized Officer, the definitive form of each such additional supplemental trust agreement to be evidenced conclusively by the execution thereof by an Authorized Officer and attested to by the General Counsel of the Department, provided that the aggregate principal amount of MHS Senior Bonds to be issued under all such supplemental trust agreements, including the Thirteenth Supplemental Trust Agreement, may not exceed the maximum principal amount authorized hereunder.

Section 4. The MHS Subordinated Bonds are hereby authorized to be issued from time to time in one or more series pursuant to one or more supplemental trust agreements in form substantially similar to the Fourteenth Supplemental Trust Agreement, with such changes in each case as may be deemed necessary or desirable by any Authorized Officer, the definitive form of each such additional supplemental trust agreement to be evidenced conclusively by the execution thereof by an Authorized Officer and attested to by the General Counsel of the Department, provided that the aggregate principal amount of MHS Subordinated Bonds to be issued under all such supplemental trust agreements, including the Fourteenth Supplemental Trust Agreement, may not exceed the maximum principal amount authorized hereunder.

Section 5. The Department hereby authorizes the execution and delivery by any Authorized Officer, acting singly, of a contract of purchase with respect to the MHS Senior Bonds (the "Senior Bonds Purchase Contract") and of a contract of purchase with respect to the MHS Subordinated Bonds (the "Subordinated Bonds Purchase Contract," and together with the Senior Bonds Purchase Contract, the "Purchase Contracts") in substantially the form presented to this meeting with such changes as may be deemed necessary or desirable by any Authorized Officer, acting singly, the definitive form of such Purchase Contracts to be evidenced conclusively by the execution thereof by an Authorized Officer. The sale of the bonds to the underwriters identified on Schedule A attached hereto and such other underwriters, if any, as may be selected by any Authorized Officer on the terms and conditions approved by such Authorized Officer is hereby approved. Each Authorized Officer, acting singly, is hereby authorized to approve any and all of the terms of such sale and such approval shall be evidenced conclusively by the execution of the Purchase Contracts by an Authorized Officer.

Section 6. The Department hereby approves and authorizes the distribution of a Preliminary Official Statement with respect to the MHS Senior Bonds (the "Senior Bonds Preliminary Official Statement") and a Preliminary Official Statement with respect to the MHS Subordinated Bonds (the "Subordinated Bonds Preliminary Official Statement," and together with the Senior Bonds Preliminary Statement, the "Preliminary Official Statements") to the extent determined to be necessary or advisable by the Authorized Officers in connection with the offering of the MHS Bonds, in substantially the form presented to this meeting, with such changes, omissions, insertions and revisions as the Authorized Officers, each of whom is authorized to execute such Preliminary Official Statements, shall deem necessary or advisable. The final Official Statements are hereby approved in substantially the same form as the Preliminary Official Statements, and the Authorized Officers are hereby authorized to permit the distribution of the final Official Statements, with such changes, omissions, insertions and revisions as the Authorized Officers, each of whom is hereby authorized to execute such final Official Statements, shall deem necessary or advisable. Each Authorized Officer, acting singly, is hereby authorized to deliver or cause to be delivered to the underwriters, said final Official Statements, the definitive form of which shall be evidenced by a certificate of an Authorized Officer.

Section 7. The Department hereby authorizes the execution and delivery by any Authorized Officer, acting singly, of a refunding trust agreement, by and between the Department and a refunding trustee to be named therein (the "Refunding Trust Agreement") in substantially the form

presented to this meeting with such changes as may be deemed necessary or desirable by any Authorized Officer, acting singly, the definitive form of such Refunding Trust Agreement to be evidenced conclusively by the execution thereof by an Authorized Officer.

Section 8. The Department hereby authorizes the execution and delivery by any Authorized Officer, acting singly, of continuing disclosure agreements with respect to the MHS Bonds, by and between the Department and a dissemination agent to be named therein (the "Continuing Disclosure Agreements") in substantially the forms presented to this meeting with such changes as may be deemed necessary or desirable by any Authorized Officer, acting singly, the definitive form of such Continuing Disclosure Agreements to be evidenced conclusively by the execution thereof by an Authorized Officer.

Section 9. In connection with the refunding of the outstanding bonds of the Department with the proceeds of the MHS Senior Bonds, the Department hereby endorses the memorandum of Omnicap Group LLC, the Department's independent registered municipal advisor, pertaining to the transaction and the Department further authorizes (i) the termination of one or more transactions entered into under the ISDA Master Agreement dated as of May 22, 2001, by and between the Department and UBS AG and relating to the Department's Senior Bonds (as defined therein) and the Amended and Restated Schedule dated as of October 20, 2009 (collectively, the "UBS Master Agreement"), provided that in the event the MHS Senior Bonds cannot be issued as intended by this Issuance Resolution, each Authorized Officer, acting singly, is further authorized to pay such amount or to modify the fixed rate payable under the applicable transactions or both, as is necessary to continue the terminated transactions and (ii) the replacement of one or more of the transactions entered into under the UBS Master Agreement by the execution and delivery by any Authorized Officer, acting singly, of an ISDA Master Agreement, by and between the Department and any of Citibank, N.A., Barclays Bank PLC or Bank of America, N.A., or any combination of such firms as an Authorized Officer shall determine to be most advantageous to the Department, and any documents related thereto including without limitation the Schedule to the ISDA Master Agreement, Confirmations thereunder and a Credit Support Annex (collectively, the "Swap Documents"), all in substantially the forms of the agreements executed in January 2019 between the Department and Citibank, N.A. and Barclays Bank PLC, with such changes as may be deemed necessary or desirable by any Authorized Officer, acting singly,

the definitive forms of such Swap Documents to be evidenced conclusively by the execution thereof by an Authorized Officer.

Section 10. Each Authorized Officer, acting singly, is hereby further authorized and directed to do all acts and things, and to execute and deliver any and all documents, certificates and other instruments necessary or desirable to effectuate the transactions contemplated by this Issuance Resolution, the Thirteenth Supplemental Trust Agreement, the Fourteenth Supplemental Trust Agreement, the Purchase Contract, the Preliminary Official Statement, the final Official Statement, the Continuing Disclosure Agreement and the Swap Documents, including without limitation entering into any indemnification agreements, letters of instructions pertaining to the Bonds to be refunded, certificates as to disclosure and certificates as to tax matters.

Section 11. This Issuance Resolution shall take effect immediately.

#### **SCHEDULE A**

##### **UNDERWRITERS**

##### **MHS SENIOR BONDS**

Citigroup Global Markets Inc.  
BofA Securities, Inc.  
Barclays Capital Inc.  
Goldman Sachs & Co. LLC  
J.P. Morgan Securities, Inc.  
Morgan Stanley & Co. LLC  
Siebert Cisneros Shank & Co., L.L.C.  
UBS Financial Services, Inc.  
Wells Fargo Bank, National Association

##### **MHS SUBORDINATED BONDS**

Citigroup Global Markets Inc.  
BofA Securities, Inc.  
Barclays Capital Inc.  
Goldman Sachs & Co. LLC  
J.P. Morgan Securities, Inc.  
Morgan Stanley & Co. LLC  
Siebert Cisneros Shank & Co., L.L.C.  
UBS Financial Services, Inc.  
Wells Fargo Bank, National Association

At the call of Chair Joseph Aiello, a meeting of the Fiscal and Management Control Board (FMCB) was called to order at 1:08 p.m. at the State Transportation Building, Transportation Board Room, 10 Park Plaza, Boston, Massachusetts joining the MassDOT Board of Directors (Board) meeting for Joint Board presentations.

Chair Pollack asked Chair Aiello of the Fiscal and Management Control Board (FMCB) to present Agenda Item 10, the report from the FMCB. Mr. Aiello highlighted a few of the highest priorities and developments since his last report on July 22, 2019. During the July 23 meeting, the FMCB heard updates on the FY19 Capital Program where the MBTA exceeded \$1 billion in capital spending, the Bus Network Redesign program and the Foxboro Commuter Rail pilot.

During the August 12 meeting, the FMCB received a summary of the FY19 operating budget and the Pro Forma operating budget for FY19-24. Updates were also provided on a low-income fare feasibility study, the Green Line Extension, Commuter Rail performance and the Red/Orange Line Program.

Chair Pollack announced that Agenda Item 11 was a written update on Commuter Rail Performance and was included in the board books, as set forth in the attached document labeled, "Commuter Rail Performance Update, September 16, 2019."

Next, Chair Pollack called on Kat Benesh, Chief of Operations, Strategy and Oversight from the MBTA and Design Engineer Andy Paul from MassDOT to present Agenda Item 12, an update on the Emergency Access Ramp on the South Boston waterfront. Ms. Benesh began the presentation noting the emergency access ramp was

not safe for use under some conditions. Ms. Benesh said the MBTA and MassDOT Highway Division have been working together to develop and deliver a solution for Silver Line buses to safely use the ramp in order to provide Silver Line customers with improved service with shorter run times. MassDOT and the MBTA conducted an operations test to demonstrate use of the Emergency Access Ramp by Silver Line vehicles August 27-29 and based on the preliminary data, the recommendation was to advance design towards permanent implementation.

Mr. Paul discussed the safety challenges and concluded with some safety solutions and implementation times, schedule and next steps, as set forth in the attached document labeled, "South Boston Waterfront – Emergency Access Ramp Silver Line, September 16, 2019." Discussion ensued.

Next, Chair Pollack asked Rob DiAdamo, Executive Director of Commuter Rail and Assistant General Manager of Policy Laurel Paget-Seekins to present Agenda Item 13, an update on the Commuter Rail Schedule Changes for the Foxboro Pilot.

Mr. DiAdamo began with an overview of the fall schedule changes which included Old Colony late night service and the Foxboro Pilot. Mr. DiAdamo reviewed the public outreach process that ensured customers were aware of the changes and continued with specific details of the Foxboro Pilot including trains, capacity, schedule changes and parking information, noting all changes would take effect on October 21, 2019.



Mr. DiAdamo next discussed service implications affecting Walpole, again stressing the aggressive marketing and outreach processes and the importance of safety awareness.

Ms. Paget-Seekins continued reviewing the Fairmount to Foxboro Reverse Commute Fare Pilot and its associated schedule and fares, and concluded discussing performance measures and data collection plan, as set forth in the attached document labeled, "Commuter Rail Fall Schedule and Foxboro Pilot, September 16, 2019." Discussion ensued.

Next, Chair Pollack introduced and welcomed Jennifer Tabakin, the new Program Manager of South Coast Rail and asked her to present Agenda Item 14, a discussion of the South Coast Rail Interagency Service Agreement (ISA). Ms. Tabakin reviewed some milestones and highlights of the South Coast Rail project and continued with an overview of the Joint Venture contract. Ms. Tabakin noted she was before the Joint Board to request authorization to approve and assign from MassDOT to the MBTA a Joint Venture Contract with VHB and HNTB and authorize the transfer of the unexpended funds of the Joint Venture contract, and to request the FMCB to accept the transfer, as set forth in the attached document labeled, "South Coast Rail ISA, September 22, 2019." Discussion ensued, and Ms. Tabakin noted the South Coast Rail project would continue to be updated during the Joint Board meetings.

On motion duly made and seconded, it was:

**VOTED:**



**That the Board of Directors hereby authorizes the Department, through the Secretary or her designee, to execute a certain Interdepartmental Service Agreement (ISA) with the Massachusetts Bay Transportation Authority (MBTA) for the South Coast Commuter Rail Program and hereby approves the transfer of \$141,500,000.00 to the MBTA.**

**FURTHER VOTED;**

**That the Board of Directors authorizes and approves the assignment from MassDOT to the MBTA, a certain contract between MassDOT and VHB/HNTB.**

Next, on motion duly made and seconded, it was:

**VOTED:**

**That the Fiscal and Management Control Board (FMCB) hereby authorizes the Massachusetts Bay Transportation Authority (MBTA), through the General Manager or his designee, to execute a certain Interdepartmental Service Agreement (ISA) with the Massachusetts Bay Transportation Authority (MBTA) for the South Coast Commuter Rail Program and hereby accepts the transfer of \$141,500,000.00 to the MBTA.**

**FURTHER VOTED;**

**That the FMCB authorizes and accepts the assignment from MassDOT to the MBTA, a certain contract between MassDOT and VHB/HNTB.**

Next was the final Joint Board action, Agenda Item 15, a discussion of MBTA Capital Support. Chair Pollack reviewed the necessity of the forthcoming action that passed \$60,000,000 from MassDOT to the MBTA. The Chair noted this would increase the existing contract with the MBTA to fulfill the FY20 share of the Commonwealth's investment from the State Bond Cap as was programmed in the board approved CIP, as

set forth in the attached document labeled, "MassDOT Board Vote - \$60M in Capital Support for MBTA, September 16, 2019."

On motion duly made and seconded, it was:

**VOTED:**

**That the members of the Board of Directors of the Massachusetts Department of Transportation ("MassDOT") hereby approve and authorize the Department through the Secretary, or her designee, to execute an interagency service agreement ("ISA") with the Massachusetts Bay Transportation Authority ("MBTA") in the total amount of \$60,000,000.00 to increase the existing contract (#101429) with the MBTA to fulfill the FY20 share of the Commonwealth's investment from the State Bond Cap as was programmed in the Board-Approved FY20-24 CIP.**

On motion duly made and seconded, it was:

**VOTED:**

**That the members of the Fiscal and Management Control Board hereby approve and accept the interagency service agreement ("ISA") with the Massachusetts Department of Transportation to the Massachusetts Bay Transportation Authority (MBTA) in the total amount of \$60,000,000.00 to increase the existing contract (#101429) with the MBTA to fulfill the FY20 share of the Commonwealth's investment from the State Bond Cap as was programmed in the Board-Approved FY20-24 CIP.**

On motion duly made and seconded, it was:

**VOTED:        To adjourn the MassDOT Board of Directors meeting at 1:55 p.m.**

**Documents relied upon for this meeting:**

Minutes of July 22, 2019

Secretary's Report to the MassDOT Board, September 16, 2019

Highway Administrator's Report, September 16, 2019

Rail and Transit Division Update, September 16, 2019

RMV Update, September 16, 2019

Board Report: Aeronautics Program Updates, Airport Pavement Management System Update & Unmanned Aircraft Systems (UAS), September 16, 2019

MassDOT Highway Construction Contract: 107617 Bridge Replacement Br. No. D-03-018 (Next D Beams) Route 128 (Yankee Division Highway) over the Waters River and Related Work (Noise Barriers), September 16, 2019

Boston Harbor Dredging Contract/Conley Terminal Improvements # 97690

Commuter Rail Performance Update, September 16, 2019

South Boston Waterfront – Emergency Access Ramp Silver Line, September 16, 2019

Commuter Rail Fall Schedule and Foxboro Pilot, September 16, 2019

South Coast Rail ISA, September 22, 2019

MassDOT Board Vote - \$60M in Capital Support for MBTA, September 16, 2019

